

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., *et al.*,  
  
Debtors.

Chapter 11

Case No. 01-1139 (JKF)

(Jointly Administered)

Objection Deadline: September 10, 2012 at 4:00 p.m.  
Hearing Date: December 17, 2012 at 9:00 a.m.

**THIRTEENTH QUARTERLY FEE APPLICATION OF SAUL EWING LLP,  
CO-COUNSEL TO THE OFFICIAL COMMITTEE OF EQUITY  
SECURITY HOLDERS, FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
FROM APRIL 1, 2012 THROUGH JUNE 30, 2012**

Name of Applicant: Saul Ewing LLP

Authorized to Provide  
Professional Services to: The Official Committee of Equity Security Holders

Date of Retention: May 18, 2009 *nunc pro tunc*

Period for which compensation  
and reimbursement is sought: April 1, 2012 through June 30, 2012

Amount of fees to be approved  
as actual, reasonable and necessary: \$26,513.50

Amount of expenses sought as  
actual, reasonable and necessary: \$374.71

This is a(n):   x   interim        final application.

The total time expended for the preparation of this application will be included in the next interim fee application.

**Prior Monthly Applications for the period through June 30, 2012:**

<b><u>Date Filed and Docket No.</u></b>	<b><u>Time Period</u></b>	<b><u>Requested Fees/ Expenses</u></b>	<b><u>Approved Fees/ Expenses</u></b>	<b><u>CNO/ Docket No.</u></b>
September 2, 2011 [27556]	July 1, 2011 through July 31, 2011	\$11,115.00 \$94.44	\$8,892.00 \$94.44	9/28/11 [27676]
September 29, 2011 [27688]	August 1, 2011 through August 31, 2011	\$10,712.00 \$149.46	\$8,569.60 \$149.46	10/21/11 [27802]
October 26, 2011 [27828]	September 1, 2011 through September 30, 2011	\$7,943.00 \$115.90	\$6,354.40 \$115.90	11/17/11 [27990]
November 29, 2011 [28044]	October 1, 2011 through October 31, 2011	\$11,661.00 \$158.62	\$9,328.80 \$158.62	12/21/11 [28196]
January 10, 2012 [28341]	November 1, 2011 Through November 31, 2011	\$10,874.50 \$31.80	\$8,699.60 \$31.80	1/10/12 [28341]
February 9, 2012 [28492]	December 1, 2011 Through December 31, 2011	\$7,475.00 \$92.73	\$5,980.00 \$92.73	3/5/2012 [28616]
February 29, 2012 [28601]	January 1, 2012 through January 31, 2012	\$9,802.00 \$233.98	7,841.60 \$233.98	3/22/12 [28703]
March 30, 2012 [28748]	February 1, 2012 through February 29, 2012	\$9,516.00 \$102.72	\$7,612.80 \$102.72	4/23/12 [28809]
April 30, 2012 [28847]	March 1, 2012 through March 31, 2012	\$12,473.50 \$272.84	\$9,978.80 \$272.84	5/23/12 [28959]
May 31, 2012 [28998]	April 1, 2012 through April 30, 2012	8,008.00 \$222.42	\$6,406.40 \$222.42	6/26/12 [29116]
June 29, 2012 [29156]	May 1, 2012 through May 31, 2012	\$8,274.50 \$72.22	\$6,619.60 \$72.22	7/25/12 [29348]
August 9, 2012 [29425]	June 1, 2012 through June 30, 2012	\$10,231.00 \$80.07	\$0.00	Not filed yet

**SUMMARY OF TIME FOR BILLING PERIOD  
APRIL 1, 2012 THROUGH JUNE 30, 2012**

<b>Name, Position, Year Admitted</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Compensation</b>
Teresa K.D. Currier Shareholder; admitted DE 1992 and PA 1985	\$650	35.0	\$22,750.00
Tracy B. Buck Legal Assistant	\$195	19.3	\$3,763.50
<b>TOTAL</b>		<b>54.3</b>	<b>\$26,513.50</b>

**SUMMARY OF TIME BY PROJECT CATEGORY FOR BILLING PERIOD  
APRIL 1, 2012 THROUGH JUNE 30, 2012**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Asset Disposition	1.7	\$1,105.00
Case Administration	27.1	\$17,205.50
Committee: Creditors', Noteholders' or Equity Holders'	1.8	\$1,170.00
Fee Applications/Applicant	10.8	\$2,242.50
Fee Applications/ Others	9.9	\$2,840.50
Plan and Disclosure Statement	3.0	\$1,950.00
<b>TOTAL</b>	<b>54.3</b>	<b>\$26,513.50</b>

**SUMMARY OF EXPENSES BY CATEGORY FOR BILLING PERIOD  
APRIL 1, 2012 THROUGH JUNE 30, 2012**

<b>Expense Category</b>	<b>Total Expenses</b>
Docket Entry	\$53.52
Federal Express	\$248.59
Messenger Service	\$7.50
Photocopying	\$65.10
<b>TOTAL</b>	<b>\$374.71</b>

The foregoing summaries are submitted to the Court pursuant to the Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members dated April 17, 2002 (the "Amended Administrative Order").

Pursuant to the Amended Administrative Order, Saul Ewing LLP respectfully requests that, for the period April 1, 2012 through June 30, 2012, it be allowed the total amount of fees of \$26,513.50 and expenses in the total amount of \$374.71.

**SAUL EWING LLP**

By: 

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Co-Counsel to the Official Committee of  
Equity Security Holders

Dated: August 20, 2012